

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION RECEIVED Washington, D.C.20549

OMB APPROVAL OMB Number: 3235-0076

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FORM D

NOTICE OF SALE OF SECURITI

	PURSUANT TO REGULATION D	OS Prefix Serial
05059955	SECTION 4(6), AND/OR	
	UNIFORM LIMITED OFFERING EXEMPTION	DATE RECEIVED
	s is an amendment and name has changed, and indicate change.	.)
D&A Corporate/Government Bo		
Filing under(Check box(es) that a Type of Filing: New Filing:		Section 4(6) ULOE
	A.BASIC IDENTIFICATION DATA	
1.Enter the information requested		
-	nis is an amendment and name has changed, and indicate change	e.)
D&A Corporate/Government Bo	and Fund III, L.P.	
Address of Executive Offices	(Number and Street, City, State, Zip Code)	Telephone Number(Including Area Code)
10251 Vista Sorrento Parkway S	Suite 200 San Diego CA 92121	619-308-9700
Address of Principal Business Op	erations (If different from Executive Offices)	Telephone Number(Including Area Code)
(Number and Street, City, State, Zip	Code)	. .
		
Brief Description of Business:	CA LP formed to invest in fixed income instruments such as indexed bonds, etc.	treasuries, agencies, corporates,
		
Type of Business Organization		0005
corporation	limited partnership, already formed other (please specif	(y): JUL 25 2005
business trust	limited partnership, to be formed	- A SUSSION
	MONTH YEAR	FINANCIAL
Actual or Estimated Date of Incor		Estimated Estimated
Jurisdiction of Incorporate of Orga	anization: (Enter two-letter U.S. Postal Service abbreviation for sta CN for Canada; FN for other foreign jurisdiction)	ate: CA
GENERAL INSTRUCTIONS	ON TO Canada, I'M TO Other Totalgri Jurisdiction)	·
FEDERAL:		
	fering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C 77 d(6).
	later than 15 days after the first sale of securities in the offering. A notice is deem the SEC at the address given below or, if received at that address after the date one.	
Where to File: U.S. Securities and Excha		
	nge Commission, 450 Fifth Street, N.W., Washigton, D.C. 20549.	
	notice must be filed with the SEC, one of which must be manually signed. Any C	opies not manully signed must be photocopies of the manually
Copies Required: Five (5) copies of this signed copy or bear typed or printed sign information Required: A new filing must	notice must be filed with the SEC, one of which must be manually signed. Any C	issuer and offering, any changes thereto, the information
Copies Required: Five (5) copies of this signed copy or bear typed or printed sign information Required: A new filing must	notice must be filed with the SEC, one of which must be manually signed. Any Conatures. contain all information requested. Amendments need only report the name of the	issuer and offering, any changes thereto, the information
Copies Required: Five (5) copies of this signed copy or bear typed or printed sign information Required: A new filing must requested in Part C, and any material chartillar Filing Fee: There is no federal filing fee. State: This notice shall be used to indicate reliatorm. Issuers relying on ULOE must file a	notice must be filed with the SEC, one of which must be manually signed. Any Conatures. contain all information requested. Amendments need only report the name of the larges from the information previously supplied in Parts A and B. Part E and Applications on the Uniform Limited Offering Exemption (ULOE) for sales of securities in the separate notice with the Securities Administrator in each state where sales are totion, a fee in the proper amount shall accompany this form. This notice shall be featured.	issuer and offering, any changes thereto, the information bendix need not be filed with the SEC. those states that have adopted ULOE and that have adopted this obe, or have been made. If a State requires the payment of a fe
Copies Required: Five (5) copies of this signed copy or bear typed or printed sign information Required: A new filling must be requested in Part C, and any material charters. There is no federal filling fee. State: This notice shall be used to indicate reliatorm. Issuers relying on ULOE must file a precondition to the claim for the exempt	notice must be filed with the SEC, one of which must be manually signed. Any Conatures. contain all information requested. Amendments need only report the name of the larges from the information previously supplied in Parts A and B. Part E and Appliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in the separate notice with the Securities Administrator in each state where sales are totion, a fee in the proper amount shall accompany this form. This notice shall be for this notice and must be completed.	issuer and offering, any changes thereto, the information bendix need not be filed with the SEC. those states that have adopted ULOE and that have adopted this obe, or have been made. If a State requires the payment of a fe
Copies Required: Five (5) copies of this signed copy or bear typed or printed significant of the copy	notice must be filed with the SEC, one of which must be manually signed. Any Conatures. contain all information requested. Amendments need only report the name of the larges from the information previously supplied in Parts A and B. Part E and Applications on the Uniform Limited Offering Exemption (ULOE) for sales of securities in the separate notice with the Securities Administrator in each state where sales are totion, a fee in the proper amount shall accompany this form. This notice shall be featured.	Issuer and offering, any changes thereto, the information bendix need not be filed with the SEC. those states that have adopted ULOE and that have adopted this obe, or have been made. If a State requires the payment of a felicle in the appropriate states in accordance with state law. The

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

A BASIC IDENTIFICATION DATA

- 2. Enter the information requested for the following:
 - i. Each promoter of the issuer, if the issuer has been organized within the past five years;
 - Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
 - iii. Each executive officer and director of corporate issuers and of corporate general managing partners of partnership issuers; and
 - iv. Each general and managing partner of partnership issuers.

Check Box(es) that apply:	Promoter	Beneficial Owner	Executive Officer Director	X	General and /or Managing Partner
Full Name(Last name first, if	Individual)				
Dunham & Associates Securi	ities, Inc.				
Business or Residence Add	ress	(Number and S	treet, City,State ,Zip Code)		
10251 Vista Sorrento Parkway	,Suite 200 San I	Diego CA 92121			
Check Box(es) that apply:	Promoter	Beneficial Owner	Executive Officer Director		General and /or Managing Partner
Full Name(Last name first, if	Individual)				
Dunham Jeffrey A					
Business or Residence Adda	ess	(Number and St	reet, City,State ,Zip Code)		
10251 Vista Sorrento Parkway	,Suite 200 San I	Diego CA 92121			
Check Box(es) that apply:	Promoter	Beneficial Owner	X Executive Officer Director		General and /or Managing Partner
Full Name(Last name first, if	Individual)				
Iverson Denise					
Business or Residence Addr	ess	(Number and St	reet, City,State ,Zip Code)		
10251 Vista Sorrento Parkway	.Suite 200 San [Diego CA 92121			

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•		Yes	No										
1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?		П	X										
Answer also in Appendix, Column 2, if filing under ULOE.			_										
2. What is the minimum investment that will be accepted from any individual?	\$	\$ 250,000	.00										
	,	Yes	No ·										
3. Does the offering permit joint ownership of a single unit?		×	П										
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchases in connection with sales of securities in the offening. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and /or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.													
Full Name (Last name first, if individual) Empire Financial Group, Inc.													
Business or Residence Address (Number and Street, City, State, Zip Code) 2170 West State Road 434, Suite 100, Longwood, FL 32779													
Name of Associated Broker or Dealer Empire Financial Group, Inc.													
States in Which Person Listed has Solicited or Intends to Solicit Purchasers													
(Check *All States or check individual States).	Y	All States	;										
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Full Name (Last name first, if individual) H-Beck, Inc.													
Business or Residence Address (Number and Street, City, State, Zip Code)													
11140 Rockville Pike-400, Rockville,MD 20852													
Name of Associated Bröker or Dealer H. Beck. Inc.													
States in Which Person Listed has Solicited or Intends to Solicit Purchasers													
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Full Na	Full Name (Last name first, if individual) OMNI Brokerage, Inc.																	
Busines	Business or Residence Address (Number and Street, City, State, Zip Code) 10542 S. Jordan Gateway, Suite 330, Salt Lake City, UT 84095																	
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Full Na	Full Name (Last name first, if individual) Sentra Securities Corporation																	
Business or Residence Address (Number and Street, City, State, Zip Code)																		
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Full Na	Full Name (Last name first, if individual) IMS Securities, Inc.																	
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		150	0 Ci	ty We	est B	lvd., S	Suite	500,1	Houston,	TX	7704	2						
Name o	1500 City West Blvd., Suite 500, Houston, TX 77042 Name of Associated Broker or Dealer IMS Securities Inc.																	
States	IMS Securities, Inc.																	
(Check	States in Which Person Listed has Solicited or Intends to Solicit Purchasers Check *All States or check individual States)																	
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Business or Residence Address (Number and Street, City, State, Zip Code) 11 Seascape Village, Aptos., CA 95003 Name of Associated Broker or Dealer Monterey Bay Securities, Inc. States in Which Person Listed has Solicited or Intends to Solicit Purchasers (Check 'All States or check individual States)	Full Name (Last name first, if individual)	full Name (Last name first, if individual) Monterey Bay Securities, Inc.												
Name of Associated Broker or Dealer Monterey Bay Securities, Inc.	Business or Residence Address (Number and Street, City, State, Zip Code)													
Monterey Bay Securities. Inc.		Aptos.,CA 95003	<u> </u>											
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Full Name (Last name first, if individual) Mid-Atlantic Securities, Inc. Business or Residence Address (Number and Street, City, State, Zip Code) 3008 Anderson Dr., Suite 204 Raleigh, NC 27609 Name of Associated Broker or Dealer Mid-Atlantic Securities, Inc. States in Which Person Listed has Solicited or Intends to Solicit Purchasers (Check "All States or check individual States)	[M] [VA] [IBA] [TM]	i]	OH OK OR OR											
Business or Residence Address (Number and Street, City, State, Zip Code) 3008 Anderson Dr., Suite 204 Raleigh, NC 27609 Name of Associated Broker or Dealer Mid-Atlantic Securities, Inc. States in Which Person Listed has Solicited or Intends to Solicit Purchasers (Check *All States or check individual States)	[RI] [SC] [SD] [Th	I UXI UIII UVI UVA	□ĺM □ĺMI □ĺMA □ĺbbl □											
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Full Na	uli Name (Last name first, if individual) Centaurus Financial, Inc.																	
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Name o	One Valmont Plaza, 4th Fl. Omaha,NE 68154 Jame of Associated Broker or Dealer QA3 Financial Corp.																	
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ull Name (Last name first, if individual) C.J.M. Planning Corp.																			
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Full Na	ull Name (Last name first, if individual) United Planners Financial Services of America																		
Busine	ss or	Reside	nce A	Addres	s (Nu	mber a	and S	treet, C	City, State	Zip	Code)							-
	iusiness or Residence Address (Number and Street, City, State, Zip Code) 7333 E. Doubletree Ranch Road, Suite 120,Scottsdale,AZ 85258																		
Name o	Iame of Associated Broker or Dealer United Planners Financial Services of America																		
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Business o	Reside	ence /	Addres	s (Nu	mber a	and S	treet, (City, State	, Zip Code)							
	13045 Tesson Ferry Road, B1-50, Saint Louis, MO 63128																
Name of Associated Broker or Dealer Walnut Street Securities, Inc.																	
States in W	hich Pe	erson	Listed	has S	Solicite	d or li	ntends	to Solicit	Purchaser	s							
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1. Enter the aggregate offering price of securities included in this offering and the total amount alreating Enter "0" if answer is "none" or "zero". If the transaction is an exchange offering, check this box	-	sold.				
Indicate in the columns below the amounts of the securities offered for exchange and already e Type of Security	xchar	A	ggregate ering price	,	Amo	ount Already Sold
Debt	\$			\$		
Equity	\$			\$		
Common Preferred	Ť			•	_	
Convertible Securities(including warrants)	\$			\$	_	
Partnership Interests	\$	\$100,	00.000,000	\$	\$	101,061,201.38
Other(Specify)	\$			\$	_	
Total	\$	\$100,	00.000,000	\$	\$	101,061,201.38
Answer also in Appendix, Column 3, if filing under ULOE						
2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero".	ı		Number of Investors			Aggregate Dollar Amount of Purchases
Accredited Investors		_	29		\$	\$101,061,201.38
Non-accredited Investors		_	0		\$	\$0.00
Total(for filing under Rule 504 only)					\$	
Answer also in Appendix, Column 4, if filing under ULOE					_	
3. If this filing is for an offering under Rule 504 0r 505, enter the information requested for all sec sold by the issuer, to date, in offerings of the types indicated, in the twelve(12) months prior to first sale of securities in this offering. Classify securities by type listed in Part C - Question 1.		;	_			
Type of offering			Type of securities			Dollar Amount Sold
Rule 505					•	
Regulation A					- \$ - \$	
Regulation 504					- \$	
Total					- Þ	
4.a. Furnish a statement of all expenses in connection with the issuance and distribution of the sign this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, for estimate and check the box to the left of the estimate.	rmatio	on				
Transfer Agent's Fees					X	\$0.00
Printing and Engraving Costs				Ì	X	\$1,000.00
Legal Fees				Ì	$\overline{\Sigma}$	\$4,000.00
Accounting Fees				Ī	X	\$0.00
Engineering Fees				Í	X	\$0.00
Sales Commissions (specify finders' fees separately)				ļ	\overline{x}	\$1,000,000.00
Other Expenses(Identify)				ĺ	$\overline{\mathbf{x}}$	\$0.00
Total					$\overline{\mathbf{x}}$	\$1,005,000.00

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	MUMBER®EUWESHORSIEME	กเจรอ	MYE		YEIG	Hay &	
b. Enter the difference between the aggregation 1 and total expenses furnished in the "adjusted gross proceeds to the issuer."	ate offering price given in response to Part response to Part C- Question 4.a. This dif	C- ference i	S		\$		\$98,995,000.00
5. Indicate below the amount of the adjusted g used for each of the purposes shown. If the estimate and check the box to the left of the equal the adjusted gross proceeds to the iss	amount for any purpose is not known, furn estimate. The total of the payments listed	ish an must	ove.				
				Payments to Officers, Directors, & Affillates			yments to Others
Salaries and fees		₹ 7	\$	\$330,000.00	K]	\$	\$670,000.00
Purchase of real estate		K T	\$	\$0.00	K	\$	\$0.00
Purchase,rental or leasing and installa	tion of machinery and equipment	₹T	\$	0	K	\$	\$0.00
Construction or leasing of plant building	gs and facilities	K T	\$	\$0.00	K	\$	\$0.00
Acquisition of other business (including this offering that may be used in excha	inge for the assets or securities of						
another issuer pursuant to a merger)			\$	\$0.00		\$	\$0.00
Repayment of indebtedness		ĸ	\$	\$0.00	K	\$	\$0.00
working capital		ĸ	\$	\$97,995,000.00	K	\$	\$0.00
Other(specify):		-			لجا	1	
		- 	\$	\$0.00	K T	\$	\$0.00
Column Totals			\$	\$98,325,000.00	H	\$	\$670,000.00
Total Payments Listed(column totals ad	dded)	. —		X , \$; 9	8,995	,000.00
	D.FEDERAL SIGNATURE						
The issuer has duly caused this notice to be Rule 505, the the following signature consti Commission upon written request of its staft to paragraph (b)(2) of Rule 502.	tutes an undertaking by the issuer to fi	urnish te	the	U.S. Securities	and I	Excha	ange
Issuer(Print or Type)	Signature	Dat	e	10 10 N S A AA	• F	·	
D&A Corporate/Government Bond Fund III, L.P.	Jerus S (b	1		JUN 1 3 201	Ja		

2003 © Blue Sky MLS, Inc.

Name of Signer(Print or Type)

Denise Iverson

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C.1001.

Title of Signer(Print or Type)

Chief Financial Officer

_ ATTENTION_

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***		PAURE	1000

Is any party described in 17 CFR 230.262 presently subject to any disqualification provisions of such rule?	Yes No
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See Appendix, Column 5, for state response

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D(17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption(ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

Issuer(Print or Type) D&A Corporate/Government Bond Fund III, L.P.	Signature (buil 5 Ur	Date JUN I 3 2005
Name(Print or Type)	Fitle(Print or Type)	
Denise Iverson	Chief Financial Officer	

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1	Intend to sell to non-accredited investors in State		3 Type of Security and aggregate offering price offered in state	4 Type of investor and amount purchased in State					5 Disqualification under State ULOE (if yes, attach explanation of waiver grated)	
State	Yes	No	Partnership Interest \$ 100,000,000.00	Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No	
AL		 	0 100,000,000		Amount					
AK										
AZ										
AR										
CA		X	}	17 \$	10,920,862.0	} }			x	
со		X		1	\$ 782,496.50				X	
CT		X		11	\$ 100,000.00				X	
DE										
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1	Inten to non-a	2 d to sell ccredited s in State	3 Type of Security and aggregate offering price offered in state	Type of investor and amount purchased in State			5 Disqualification under State ULOE (if yes, attach explanation of waiver grated)		
State	Yes	No	Partnership Interest \$ 100,000,000.00	Number of Accredited Investors	Amount	Number of Non- Accredited Investors	Amount	Yes	No
МТ									
NE									
NV		X		7	\$ 85,221,991.	5			X
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Foreign Investments total \$